

AUG 12 2003

**RECORDATION FORM COVER SHEET
PATENTS ONLY**U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No. 7297-101C

CIR		RECORDATION FORM COVER SHEET PATENTS ONLY	
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.			
1. Name of conveying party(ies): KI IL KIM Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party: Name: MINERVA INDUSTRIES, INC. Internal Address: _____	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____		City: _____ State: _____ Zip: _____ Street Address: 255 So. Grand Avenue City: Los Angeles State: CA Zip: 90012	
Execution Date: August 06, 2003 Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application is:			
A. Patent Application No(s).: 09/531,356, filed March 20, 2000		B. Patent No(s).:	
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Conrad R. Solum, Jr. Internal Address: Fulbright & Jaworski LLP 865 So. Figueroa St., 29 th Floor Los Angeles, CA 90017-2576		6. Total number of applications and patents involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Charge this Deposit Account if any additional fee is required 8. Deposit Account Number: 50-0337	

DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.


 Conrad R. Solum, Jr., Reg No. 20,467
Date: **Aug. 7, '03** **RECEIVED****AUG 13 2003****Technology Center 2600****Total number of pages including cover sheet: 2**

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Applicant/Patent Owner: Minerva Industries, Inc.

Application No./Patent No.: 09/531,356

Filed/Issue Date: March 20, 2000

Entitled: Mobile Entertainment And Communication Device

Minerva Industries, Inc., a Corporation

(Name of Assignee)

(Type of Assignee, e.g. corporation, partnership, university, government agency, etc.)

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states that it is:

- the assignee of the entire right, title, and interest; or
- an assignee of less than the entire right, title and interest.

The extent (by percentage) of its ownership interest is of an undivided part interest _____ %

in the patent application/patent identified above by virtue of either.

- A. An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the Patent and Trademark Office at Reel n/a, Frame n/a, or for which a copy thereof is attached.

OR

- B. A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: _____ To: _____
The document was recorded in the Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.
2. From: _____ To: _____
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Reel _____, Frame _____, or for which a copy thereof is attached.
3. From: _____ To: _____
The document was recorded in the Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

Additional documents in the chain of title are listed on a supplemental sheet.

Copies of assignments or other documents in the chain of title are attached.

NOTE: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the PTO. See MPEP 302-302.8]

The undersigned (whose title is supplied below) is empowered to sign this statement on behalf of the assignee.

8/6/03

Date

Signature

Ki Il Kim
Typed or printed name

President
Title

ASSIGNMENT OF PATENT APPLICATION

WHEREAS, I, KI IL KIM, a citizen of the United States of America (hereinafter referred to as "ASSIGNOR"), has invented a certain invention entitled MOBILE ENTERTAINMENT AND COMMUNICATION DEVICE, for which application for Letters Patent of the United States of America was filed on March 20, 2000, assigned Serial No. 09/531,356; and

WHEREAS, MINERVA INDUSTRIES, INC., a corporation organized and existing under and by virtue of the laws of CALIFORNIA and having its place of business at 255 So. Grand Avenue, Ste. 2004, Los Angeles, California 90012 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the exclusive right, title and interest in, to and under said invention and in, to and under any Patent or similar legal protection to be obtained therefor in the United States of America, its territorial possessions and in any and all countries foreign thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sell, assign, transfer and set over unto the said ASSIGNEE, its successors and assigns, the full and exclusive right, title and interest to said invention and to all Letters Patent or application or similar legal protection, not only in the United States and its territorial possessions, but in all countries foreign thereto to be obtained for said invention by said application, and to any continuation, division, renewal, substitute or reissue thereof or any legal equivalent thereof in the United States or a foreign country for the full term or terms for which the same may be granted, including all priority rights under the International Convention; and ASSIGNOR hereby authorizes and requests the United States Commissioner of Patents and Trademarks and any officials of foreign countries whose duty it is to issue

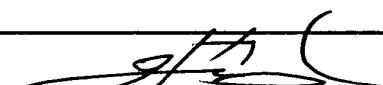
patents or any legal equivalent thereof to said ASSIGNEE, its successors and assigns, in accordance with this Assignment.

ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this Agreement;

ASSIGNOR further covenants that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said application, said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference or litigation related thereto and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents in the United States or in any foreign country, which may be necessary or desirable to carry out the purposes thereof.

WITNESS my hand at _____,

Aug, this 6 day of _____, 2003.


Ki II Kim

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES)

On _____ before me, _____, personally appeared Ki II Kim personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public in and for said County and
State